

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

CARL BLESSING, et al., on Behalf of Themselves and All
Others Similarly Situated,

Plaintiffs,

-against-

SIRIUS XM RADIO INC.,

Defendant.

No. 09-cv-10035 (HB)(RLE)

**REPLY DECLARATION OF SHELLY L. FRIEDLAND IN SUPPORT OF
(1) PLAINTIFFS' MOTION FOR FINAL APPROVAL
OF PROPOSED SETTLEMENT AND
(2) CLASS COUNSEL'S APPLICATION FOR AN
AWARD OF ATTORNEYS' FEES AND EXPENSES**

SHELLY L. FRIEDLAND hereby declares under penalty of perjury as follows:

1. I am an associate with Grant & Eisenhofer P.A. ("Grant & Eisenhofer"), Co-Class Counsel. I make this reply declaration in support of Plaintiffs' motion for final approval of proposed settlement resolving all claims of the Class, and Class Counsel's application for an award of attorneys' fees and expenses.

2. Attached hereto are copies of all objections received after July 14, 2011:

1. Christopher Batman
2. Tom Carder
3. Stephen Crutchfield, *et al.*
4. Monty Delluomo
5. Gregory S. Gerson
6. Brian David Goe
7. Michael Hartlieb
8. Jason Hawkins, *et al.*
9. John Ireland
10. Sherilyn Kindelay
11. Randy Lyons
12. Nicolas Martin

13. Linda Mrosko
14. Donald K. Nace
15. Page Nash
16. Gary, Warren and Sara Sibley
17. Marvin Union, *et al.*
18. Marguerite S. Willis

Done at New York, New York this 3d day of August, 2011.

/s/ Shelly L. Friedland

Shelly L. Friedland